

KING & SPALDING LLP
1185 Avenue of the Americas
New York, New York 10036-4003
Telephone: (212) 556-2100
Fax: (212) 556-2222
Counsel for Defendant Leedom & Associates, LLC

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
MANCHESTER INC., NICE CARS FUNDING, LLC,
NICE CARS ACCEPTANCE ACQUISITIONCO, INC.
AND NICE CARS OPERATIONS
ACQUISITIONCO, INC.,

Plaintiffs,

v.

RAY LYLE, VICTORIA LYLE, GINGER BOND,
RAY LYLE II, ROBERT LYLE, AND
LEEDOM & ASSOCIATES, LLC,

Defendants.
-----X

ECF CASE

07 Civ. 8659 (LTS)

DECLARATION OF RICHARD T. MAROONEY

RICHARD T. MAROONEY, under penalty of perjury, deposes and says:

1. I am a member of the firm of King & Spalding LLP, attorneys for Leedom & Associates, LLC ("Leedom"). I submit this declaration in support of the motion of Leedom to dismiss with prejudice the Second Amended Complaint as against Leedom in the above-captioned action.

2. Annexed hereto as Exhibit A is a true and correct copy of the Second Amended Complaint dated November 30, 2007.

I declare under penalty of perjury that the foregoing is true and correct.

Dated: New York, New York
January 18, 2008

/s/ Richard T. Marooney
Richard T. Marooney (RM-0276)